

Subject	Release No.	Date	Fed. Reg. Vol. and page
Commission Guidance Regarding Prohibited Conduct in Connection with IPO Allocations.	8565	Apr. 7, 2005	70 FR 19677.
Commission Guidance Regarding Accounting for Sales of Vaccines and Bio-terror Countermeasures to the Federal Government for Placement into the Pediatric Vaccine Stockpile or the Strategic National Stockpile.	8642	Dec. 5, 2005	70 FR 73345.
Commission Guidance and Revisions to the Cross-Border Tender Offer, Exchange Offer, Rights Offerings, and Business Combination Rules and Beneficial Ownership Reporting Rules for Certain Foreign Institutions.	8957	Sept. 19, 2008	73 FR 60088.
Commission Guidance Regarding the Financial Accounting Standards Board's Accounting Standards Codification.	9062A	Aug. 18, 2009	74 FR 42773.
Commission Guidance Regarding Disclosure Related to Climate Change .....	9106	Feb. 2, 2010	75 FR 6297.
Commission Guidance on Presentation of Liquidity and Capital Resources Disclosures in Management's Discussion and Analysis.	9144	Sept. 17, 2010	75 FR 59897.

## PART 232—REGULATION S-T—GENERAL RULES AND REGULATIONS FOR ELECTRONIC FILINGS

### GENERAL

#### Sec.

- 232.10 Application of part 232.
- 232.11 Definitions of terms used in part 232.
- 232.12 Business hours of the Commission.
- 232.13 Date of filing; adjustment of filing date.
- 232.14 Paper filings not accepted without exemption.

### ELECTRONIC FILING REQUIREMENTS

- 232.100 Persons and entities subject to mandated electronic filing.
- 232.101 Mandated electronic submissions and exceptions.
- 232.102 Exhibits.
- 232.103 Liability for transmission errors or omissions in documents filed via EDGAR.
- 232.104 Unofficial PDF copies included in an electronic submission.
- 232.105 Limitation on use of HTML documents and hypertext links.
- 232.106 Prohibition against electronic submissions containing executable code.

### HARDSHIP EXEMPTIONS

- 232.201 Temporary hardship exemption.
- 232.202 Continuing hardship exemption.

### PREPARATION OF ELECTRONIC SUBMISSIONS

- 232.301 EDGAR Filer Manual.
- 232.302 Signatures.
- 232.303 Incorporation by reference.
- 232.304 Graphic, image, audio and video material.
- 232.305 Number of characters per line; tabular and columnar information.
- 232.306 Foreign language documents and symbols.
- 232.307 Bold face type.
- 232.308 Type size and font; legibility.
- 232.309 Paper size; binding; sequential numbering; number of copies.

- 232.310 Marking changed material.
- 232.311 Documents submitted in paper under cover of Form SE.
- 232.312 Accommodation for certain information in filings with respect to asset-backed securities.
- 232.313 Identification of investment company type and series and/or class (or contract).
- 232.314 Accommodation for certain securitizers of asset-backed securities.

### XBRL-RELATED DOCUMENTS

- 232.401 XBRL-Related Document submissions.
- 232.402 Liability for XBRL-Related Documents.
- 232.403–232.404 [Reserved]
- 232.405 Interactive Data File submissions and postings.
- 232.406T Temporary rule related to Interactive Data Files.

### EDGAR FUNCTIONS

- 232.501 Modular submissions and segmented filings.

### FOREIGN PRIVATE ISSUERS AND FOREIGN GOVERNMENTS

- 232.600–232.903 [Reserved]

AUTHORITY: 15 U.S.C. 77f, 77g, 77h, 77j, 77s(a), 77z–3, 77sss(a), 78c(b), 78l, 78m, 78n, 78o(d), 78w(a), 78ll, 80a–6(c), 80a–8, 80a–29, 80a–30, 80a–37, and 7201 et seq.; and 18 U.S.C. 1350.

Section 232.302 is also issued under secs. 3(a) and 302, Pub.L. No. 107–204, 116 Stat. 745.

SOURCE: 58 FR 14670, Mar. 18, 1993, unless otherwise noted.

### GENERAL

#### § 232.10 Application of part 232.

(a) This part, in conjunction with the EDGAR Filer Manual and the electronic filing provisions of applicable

rules, regulations and forms, shall govern the electronic submission of documents filed or otherwise submitted to the Commission and shall be controlling for an electronic format document in the manner and respects provided in this part.

(b) Each registrant, third party filer, or agent to whom the Commission previously has not assigned a Central Index Key (CIK) code, must, before filing on EDGAR:

(1) File electronically the information required by Form ID (§§ 239.63, 249.446, 269.7 and 274.402 of this chapter), the uniform application form for access codes to file on EDGAR, and

(2) File, by uploading as a Portable Document Format (PDF) attachment to the Form ID filing or by faxing to (202) 504-2474 or (703) 914-4240 within two business days before or after the electronic Form ID filing, a notarized document, manually signed by the applicant over the applicant's typed signature, that includes the information required to be included in the Form ID filing, confirms the authenticity of the Form ID filing and, if filed by fax after the electronic Form ID filing, includes the accession number assigned to the electronic Form ID filing.

NOTE TO § 232.10: The Commission strongly urges any person or entity about to become subject to the disclosure and filing requirements of the federal securities laws to submit a Form ID well in advance of the first required filing, including a registration statement relating to an initial public offering, in order to facilitate electronic filing on a timely basis.

[58 FR 14670, Mar. 18, 1993, as amended at 62 FR 36456, July 8, 1997; 64 FR 27894, May 21, 1999; 69 FR 22709, Apr. 26, 2004; 74 FR 10838, Mar. 13, 2009]

#### § 232.11 Definition of terms used in part 232.

Unless otherwise specifically provided, the terms used in Regulation S-T (part 232 of this chapter) have the same meanings as in the federal securities laws and the rules, regulations and forms promulgated thereunder. In addition, the following definitions of terms apply specifically to electronic format documents and shall apply wherever they appear in laws, rules, regulations and forms governing such documents, unless the context otherwise specifies:

*Animated graphics.* The term *animated graphics* means text or images that do not remain static but that may move when viewed in a browser.

*ASCII document.* The term *ASCII document* means an electronic text document with contents limited to American Standard Code for Information Interchange (ASCII) characters and that is tagged with Standard Generalized Mark Up Language (SGML) tags in the format required for ASCII/SGML documents by the EDGAR Filer Manual.

*Business development company.* The term *business development company* has the meaning set forth in section 2(a)(48) of the Investment Company Act.

*Direct transmission.* The term *direct transmission* means the transmission of one or more electronic submissions via a telephonic communication session.

*Disruptive code.* The term *disruptive code* means any active content or other executable code, or any program or set of electronic computer instructions inserted into a computer, operating system, or program that replicates itself or that actually or potentially modifies or in any way alters, damages, destroys or disrupts the file content or the operation of any computer, computer file, computer database, computer system, computer network or software, and as otherwise set forth in the EDGAR Filer Manual.

*EDGAR.* The term *EDGAR* (Electronic Data Gathering, Analysis, and Retrieval) means the computer system for the receipt, acceptance, review and dissemination of documents submitted in electronic format.

*EDGAR Filer Manual.* The term *EDGAR Filer Manual* means the current version of the manual prepared by the Commission setting out the technical format requirements for an electronic submission.

NOTE: See Rule 301 of Regulation S-T (§ 232.301).

*Electronic document.* The term *electronic document* means the portion of an electronic submission separately tagged as an individual document in the format required by the EDGAR Filer Manual.